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Attorneys for Plaintiffs
Oracle USA, Inc., Oracle America, Inc., and
Oracle International Corp.

UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA

ORACLE USA, INC., a Colorado corporation;
ORACLE AMERICA, INC., a Delaware
corporation; and ORACLE INTERNATIONAL
CORPORATION, a California corporation,

Plaintiffs,

v.

RIMINI STREET, INC., a Nevada corporation;
SETH RAVIN, an individual,

Defendants.

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Case No 2:10-cv-0106-LRH-PAL

**DECLARATION OF THOMAS S.
HIXSON IN SUPPORT OF ORACLE'S
MOTION FOR LEAVE TO
SUPPLEMENT ITS MOTION FOR
COSTS AND ATTORNEYS' FEES**

1 I, Thomas S. Hixson, declare as follows:

2 1. I am an attorney admitted to practice law in the State of California and before the
3 Court in this action *pro hac vice*. I am a partner with the law firm Morgan, Lewis and Bockius
4 LLP (“Morgan Lewis”), counsel of record for Plaintiffs Oracle USA, Inc., Oracle America, Inc.,
5 and Oracle International Corporation (together, “Oracle” or “Plaintiffs”), and was previously a
6 partner with the law firm Bingham McCutchen LLP (“Bingham”), which was also counsel of
7 record for Oracle. I submit this supplemental declaration in support of Oracle’s motion for leave
8 to supplement its motion for attorneys’ fees and costs in the above-captioned lawsuit. The facts
9 stated herein are based on my personal knowledge or on information provided to me by attorneys
10 working under my direction.

11 2. Exhibit 1 is a summary and breakdown of the total amount of Oracle’s fees and
12 costs incurred in this case, including those paid to Bingham; Morgan Lewis; Boies, Schiller and
13 Flexner LLP (“Boies Schiller”); and to other firms and companies.

14 3. Exhibit 1 has been updated to add the attorneys’ fees and costs incurred by
15 Morgan Lewis and Boies Schiller in October and November 2015, and the costs incurred by
16 Elysium Digital, L.L.C. and Legal Media Inc., in October 2015, as reflected in Exhibit 2 to this
17 declaration and Exhibits 1 and 2 to the Declaration of Kieran Ringgenberg. Italicized text on
18 Exhibit 1 indicates that the amount has been modified from the amount in the original Exhibit 1.
19 Fees and costs incurred in October and November 2015 could not practicably be included in
20 Oracle’s November 13, 2015 motion for costs and attorneys’ fees.

21 4. [REDACTED]
22 [REDACTED]
23 [REDACTED]
24 [REDACTED]
25 [REDACTED]
26 [REDACTED]
27 [REDACTED]
28 [REDACTED]

1 [REDACTED]
2 5. Exhibit 2 summarizes the Morgan Lewis attorneys and legal support staff time
3 spent on this case in October and November 2015. Exhibit 3 is true and correct copies of
4 Morgan Lewis's invoices for those months. Time entries and expenses for which Oracle does
5 not seek recovery have been redacted from these invoices, as have payment details such as bank
6 account numbers. Exhibit 2 also details the number of unredacted hours that each person billed,
7 along with the dollar amounts billed for those hours.

8 6. Oracle paid the amounts due for all bills attached as Exhibits 3, for the amounts
9 described in those bills and summarized in Exhibits 1 and 2, except for Morgan Lewis's
10 November 2015 bill, which is in process for payment.

11 7. [REDACTED]
12 [REDACTED]

13 8. The summaries in Exhibits 1 and 2 do not include amounts that were paid and
14 invoiced for block-billed entries where all or part of the description of the work needed to be
15 redacted due to privilege or other reasons. The total billed amount for the block-billed entries
16 that were redacted is \$ 4,883,988.

17 9. [REDACTED]
18 [REDACTED]
19 [REDACTED]
20 [REDACTED]

21 10. Oracle's in-house counsel have been directly involved in this matter since its
22 inception. They have supervised our work and reviewed our bills, and have often asked
23 questions about our bills. In some instances they have asked that we write off time spent on
24 certain tasks. Any write-offs are reflected in Exhibits and 1 and 2, and in our invoices attached
25 as Exhibit 3.

26 11. In preparing this fee application, I have reviewed the billing records for this case,
27 and I obtained the further assistance of other lawyers on the team to review them. All
28 timekeepers track their time by the day to the nearest tenth of an hour. Many tasks in significant

1 litigation such as this action require multiple attorneys to complete, as they are complex or need
2 to work at different levels or time intervals. Given the complicated nature of the case, and its
3 size and scope, as well as Defendants' conduct, the time billed by Morgan Lewis's attorneys and
4 staff on this matter was reasonable.

5
6 I declare that the foregoing is true under penalty of perjury under the laws of the United
7 States.

8 Executed January 6, 2016 in San Francisco, California.

9
10 /s/ Thomas S. Hixson
Thomas S. Hixson